



MATERIAL FACT

LINX S.A. (BM&FBovespa: LINX3) ("**Linx**" or "Company"), leading provider of retail management software in Brazil, today announced the acquisition of **Softpharma**, through the signing, on December 12, 2014, of a Purchase Agreement by Linx Sistemas e Consultoria Ltda., a subsidiary of the Company ("**Linx Sistemas**") for 100% of the shares of Softpharma Desenvolvimento e Edição de Softwares Comerciais Ltda. ("**Softpharma**"), whose activities include the development and commercialization of management software for drugstores, with a focus on small and medium sized chains. The estimated gross revenues of **Softpharma** for 2014 is R\$ 18,000,000.00 .

For the acquisition Linx Sistemas will pay R\$44,000,000.00 (forty four million) in one installment. Additionally, subject to the achievement of certain financial and operating targets for the years 2015 and 2016, Linx could pay up to R\$21,080,000.00 (twenty one million eighty thousand) as earn out.

The acquisition is aligned with the Company's strategic goals of acquiring assets in the technology sector, specifically management software companies focused in retail. In this case, the rational is the reinforcement of the recently created drugstores vertical.

The acquisition was approved by the Company's Board of Directors on the date of signing the Contract, in accordance with Article 23, item (xxvii) of the Company's Bylaws.

São Paulo, December 15, 2014.

Dennis Herszkowicz
CFO and Investor Relations Officer